

Exhibit MM

DC-08

New York State
Department of State
Division of Corporations, State Records
and Uniform Commercial Code
41 State Street
Albany, NY 12231
www.dos.state.ny.us

180614000693

(This form must be printed or typed in black ink)

APPLICATION FOR AUTHORITY
OF

Saraca Media Group Inc.

(Insert corporate name)

Under Section 1304 of the Business Corporation Law

FIRST: The name of the corporation is: _____
Saraca Media Group Inc.

If the name does not contain a required word or abbreviation indicating corporate character, the corporation agrees to add the word or abbreviation _____ to the end of its name for use in this state.

(Do not complete this section unless the corporation's true name is not available pursuant to §301 or §302 of the Business Corporation Law.) The fictitious name under which the corporation will do business in New York is: _____

SECOND: The jurisdiction in which the corporation was organized is: _____
DELAWARE . The date of its incorporation is: 05/31/2018 .

THIRD: This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

FOURTH: The county within this state in which the office of the corporation is to be located is: NEW YORK . (A county in New York State must be stated. Please note that the corporation is not required to have an actual physical office in this state.)

DOS-1335 (Rev. 5/03)

FIFTH: The secretary of state is designated as agent of the corporation upon whom process against the corporation may be served. The address to which the secretary of state shall mail a copy of any process accepted on behalf of the corporation is:

781 5TH AVENUE, SUITE 1801

NEW YORK, NEW YORK 10022

SIXTH: *(optional):* The name and street address within this state of the registered agent upon whom process against the corporation may be served is:

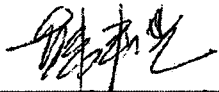
SEVENTH: *(Check the statement that applies.)*

☒ The foreign corporation has not since its incorporation or since the date its authority to do business in New York was last surrendered, engaged in any activity in this state.

☐ The consent of the State Tax Commission, consenting to the filing of this application, is attached.

X

(Signature)



Chunguang Han, President

(Type or print name and title of signer)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SARACA MEDIA GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JUNE, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SARACA MEDIA GROUP INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF MAY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.



6910224 8300

SR# 20185147997

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202881812

Date: 06-14-18

SVUS002446

6.93

APPLICATION FOR AUTHORITY
OF

Saraca Media Group Inc.

(Insert corporate name)

Under Section 1304 of the Business Corporation Law

Filed by: Courtney L. Scanlon - c/o Hodgson Russ LLP

(Name)

140 Pearl Street, Suite 100

(Mailing address)

Buffalo, NY 14202

(City, State and Zip code)

DC-08

DRAWDOWN

ICC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUN 14 2018

TAX \$

BY: MP

FILED

2018 JUN 14 PM 3:34

RECEIVED

2018 JUN 14 PM 2:08

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**Division of Corporations,
State Records and
Uniform Commercial Code**

New York State
Department of State
**DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE**
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

190816000252

**CERTIFICATE OF CHANGE
OF**

SARACA MEDIA GROUP INC.

(Insert Name of Foreign Corporation)

Under Section 1309-A of the Business Corporation Law

FIRST: The name of the corporation as it appears on the index of names in the Department of State is: **SARACA MEDIA GROUP INC.**

(Complete the following section only if the corporation has agreed to use a fictitious name in New York State.)
The fictitious name the corporation has agreed to use in New York State is:

SECOND: The jurisdiction of incorporation of the corporation is:
DELAWARE

THIRD: The date on which the corporation was authorized to do business in New York State is:
JUNE 14, 2018

FOURTH: The change(s) effected hereby are: *(Check appropriate statement(s))*

☐ The county location, within this state, in which the office of the corporation is located, is changed to:

☒ The address to which the Secretary of State shall forward copies of process accepted on behalf of the corporation is changed to read in its entirety as follows:

162 East 64th Street
New York, NY 10065

☐ The corporation hereby: *(Check one)*

☐ Designates _____
as its registered agent upon whom process against the corporation may be served.

The street address of the registered agent is:

252

☐ Changes the designation of its registered agent to:

The street address of the registered agent is:

☐ Changes the address of its registered agent to:

☐ Revokes the authority of its registered agent.

X



(Signature)

Chunguang Han

(Name of Signer)

President

(Title of Signer)

CERTIFICATE OF CHANGE OF

SARACA MEDIA GROUP INC.

(Insert Name of Foreign Corporation)

Under Section 1309-A of the Business Corporation Law

Filer's Name and Mailing Address:

Courtney L. Scanlon

Name:

c/o Hodgson Russ LLP

Company, if Applicable:

140 Pearl Street, Suite 100

Mailing Address:

Buffalo, NY 14202

City, State and Zip Code:

NOTES:

1. The name of the corporation and the date it was authorized to conduct business in New York State provided on this certificate must exactly match the records of the Department of State. The information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores.
3. The Department of State recommends that all documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$30 filing fee.

Office Use Only

DRAWDOWN
ACCT# MT

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 16 2019

TAX \$

BY: ACB

SY/US002449

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AUG 16 AM 9:11